

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES

根據主板上市規則所需提供之額外資料

INTERIM DIVIDEND

The Board has declared an interim dividend of HK2.8 cents per share for the year ending 31st March, 2004 (2003: HK2.8 cents per share), to shareholders whose names appear on the Register of Members at the close of business on Monday, 29th December, 2003. Dividend warrants will be sent to shareholders on or about Friday, 9th January, 2004.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed from 30th to 31st December, 2003, both days inclusive, during which period no transfers of shares will be effected. To determine entitlement to the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's Share Registrars, Computershare Hong Kong Investor Services Limited of 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on Monday, 29th December, 2003.

中期股息

董事會宣派截至二零零四年三月三十一日止年度之中期股息每股港幣2.8仙(二零零三年：每股港幣2.8仙)予於二零零三年十二月二十九日(星期一)辦公時間結束時名列股東名冊之股東。股息單將約於二零零四年一月九日(星期五)寄予各股東。

暫停辦理過戶登記手續

本公司將由二零零三年十二月三十日至三十一日(首尾兩日包括在內)暫停辦理股份之過戶登記手續，期間內將不會進行任何股份之過戶登記。為確定符合資格收取派發之中期股息之股東名單，所有過戶文件連同有關股票必須於二零零三年十二月二十九日(星期一)下午四時前送交本公司之股份過戶登記處香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓)辦理登記手續。

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DIRECTORS' INTERESTS IN SHARES

As at 30th September, 2003, the interests of each director and chief executive in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company under section 352 of the SFO or notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

董事之股份權益

根據證券及期貨條例(「證券及期貨條例」)第352條而保存之本公司登記冊所記錄，或根據上市公司董事進行證券交易規範守則已知會本公司及香港聯合交易所有限公司，於二零零三年九月三十日，各董事及主要行政人員於本公司及其相聯法團(按證券及期貨條例之涵義)之股份、相關股份及債券之權益如下：

Director 董事	Number of ordinary shares (long position) 普通股數目(好倉)				Equity derivatives (Note 6) 股本衍生工具 (附註6)	Total interests 權益總額	% of total issued shares 佔已發行股份 總額之百分比
	Personal interests 個人權益	Family interests 家族權益	Trusts and similar interests 信託及 類似權益				
Mr. Winston Yau-lai LO (Notes 1 & 5) 羅友禮先生(附註1及5)	46,489,800	28,702,500	72,678,300	5,670,000	153,540,600	15.60	
Mr. Frank Yau-yee LO (Notes 2 & 5) 羅友義先生(附註2及5)	461,250	-	112,140,750	-	112,602,000	11.44	
Ms. Yvonne Mo-ling LO (Notes 3 & 5) 羅慕玲女士(附註3及5)	31,866,450	843,750	72,678,300	-	105,388,500	10.70	
Ms. Myrna Mo-ching LO (Notes 4 & 5) 羅慕貞女士(附註4及5)	-	-	100,653,000	-	100,653,000	10.22	
Mr. Chi-kian SHIU 邵志堅先生	3,281,400	-	-	-	3,281,400	0.33	
Mr. John Shek-hung LAU 劉錫鴻先生	19,000	-	-	2,773,000	2,792,000	0.28	
Mr. Eric Fat YU 余發先生	75,000	-	-	2,691,000	2,766,000	0.28	
Mr. Fransis Ming-yin KONG 江明彥先生	3,000	-	-	3,857,000	3,860,000	0.39	
Dr. David Kwok-po LI 李國寶博士	2,000,000	-	-	-	2,000,000	0.20	

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Notes:

1. Mr. Winston Yau-lai LO is deemed to be interested in 28,702,500 shares through interests of his wife.
2. Mr. Frank Yau-yee LO is interested in 39,462,450 shares held by Benson Corporation which is the trustee of the Benson Unit Trust, the beneficiaries of which are members of his family.
3. Ms. Yvonne Mo-ling LO is interested in 843,750 shares held in the name of Ms. Yvonne WONG who holds the shares in trust for Ms. Yvonne Mo-ling LO's daughter who is under the age of 18.
4. Ms. Myrna Mo-ching LO is interested in 27,974,700 shares held by Supreme Luck Holdings Limited which in turn holds such shares in trust for Myrna Lo Trust (formerly known as The Lo Kwee Seong 1987 Trust).
5. Each of Mr. Winston Yau-lai LO, Mr. Frank Yau-yee LO, Ms. Yvonne Mo-ling LO and Ms. Myrna Mo-ching LO are interested in 72,678,300 shares held by The Bank of East Asia (Nominees) Limited which holds such shares as a nominee for the K. S. Lo Foundation, a charitable trust. Each of them are trustees of the K. S. Lo Foundation and are therefore deemed to be interested in such shares.
6. These represented interests of options granted to directors under the share option schemes to subscribe for shares of the Company, further details of which are set out in the section "Share Option Schemes".

All interests in the shares and underlying shares of equity derivatives of the Company are long positions. None of the directors or chief executives held any short position in the shares and underlying shares of equity derivatives of the Company.

Save as disclosed above and other than certain nominee shares in subsidiaries held by the Directors in trust for the Company, none of the Directors or their respective associates had any interest in any shares in or debentures of the Company or any of its associated corporations within the meaning of the SFO.

附註：

1. 羅友禮先生由於其妻室擁有28,702,500股股份，故被視為擁有該等股份之權益。
2. 羅友義先生擁有Benson Corporation所持有之39,462,450股股份之權益，該公司為Benson Unit Trust之受託人，其家族成員為Benson Unit Trust之受益人。
3. 羅慕玲女士擁有Yvonne WONG女士名義持有之843,750股股份之權益，Yvonne WONG女士以託管人身份代羅慕玲女士未滿十八歲之女兒持有該等股份。
4. 羅慕貞女士擁有由Supreme Luck Holdings Limited持有之27,974,700股股份之權益，該公司以託管人身份為Myrna Lo Trust (前稱The Lo Kwee Seong 1987 Trust) 持有該等股份。
5. 羅友禮先生、羅友義先生、羅慕玲女士及羅慕貞女士均擁有由東亞銀行受託代管有限公司以代理人名義代慈善基金K. S. Lo Foundation持有之72,678,300股股份。彼等均為K. S. Foundation之受託人，故被視為擁有該等股份之權益。
6. 該等權益乃根據購股權計劃授予董事購股權以認購本公司股份之權益，詳情載於「購股權計劃」一節。

於本公司股份及股本衍生工具之相關股份中之全部權益均為好倉。概無任何董事或主要行政人員於本公司股份或股本衍生工具之相關股份中擁有任何淡倉。

除上文所披露者及董事以託管人身份代本公司持有若干附屬公司代理人股份外，各董事或彼等各自之聯繫人士概無在本公司或其任何相聯法團(按證券及期貨條例之涵義)之股份或債券中擁有任何權益。

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SHARE OPTION SCHEMES

Particulars of share options outstanding during the period and as at 30th September, 2003 are as follows:

購股權計劃

於期內及於二零零三年九月三十日尚未行使之購股權詳情如下：

Participants 參與者	Date granted 授出日期	Period during which options are exercisable 購股權行使期	Price per share on exercise of options HK\$ 行使購股權 時須付之 每股價格 港元	Number of options at the beginning of the period 期初之 購股權數目	Number of options exercised during the period 期內行使之 購股權數目	Number of options expired or forfeited during the period 於期內到期 或沒收之 購股權數目	Number of options outstanding at the period end 期終時 尚未行使之 購股權數目	Weighted average market price per share on exercise of option HK\$ 行使購 股權時之每股 加權平均市價 港元
Directors								
董事								
Mr. Winston Yau-lai LO 羅友禮先生	28/6/1998 (Note 1) (附註1)	1/8/1998 – 31/7/2003	1.104	2,737,500	2,736,000	1,500	-	1.67
	4/7/2000 (Note 1) (附註1)	7/9/2000 – 31/8/2005	1.193	3,450,000	-	-	3,450,000	-
	1/4/2003 (Note 2) (附註2)	1/4/2004 – 31/3/2013	1.688	2,220,000	-	-	2,220,000	-
Mr. Eric Fat YU 余發先生	28/6/1998 (Note 1) (附註1)	1/8/1998 – 31/7/2003	1.104	1,245,000	1,244,000	1,000	-	1.68
	4/7/2000 (Note 1) (附註1)	7/9/2000 – 31/8/2005	1.193	1,953,000	-	-	1,953,000	-
	1/4/2003 (Note 2) (附註2)	1/4/2004 – 31/3/2013	1.688	738,000	-	-	738,000	-
Mr. John Shek-hung LAU 劉錫鴻先生	28/6/1998 (Note 1) (附註1)	1/8/1998 – 31/7/2003	1.104	1,305,000	1,304,000	1,000	-	1.73
	4/7/2000 (Note 1) (附註1)	7/9/2000 – 31/8/2005	1.193	1,953,000	-	-	1,953,000	-
	1/4/2003 (Note 2) (附註2)	1/4/2004 – 31/3/2013	1.688	820,000	-	-	820,000	-
Mr. Francis Ming-yin KONG 江明彥先生	28/6/1998 (Note 1) (附註1)	1/8/1998 – 31/7/2003	1.104	250	-	250	-	-
	4/7/2000 (Note 1) (附註1)	7/9/2000 – 31/8/2005	1.193	2,331,000	-	-	2,331,000	-
	1/4/2003 (Note 2) (附註2)	1/4/2004 – 31/3/2013	1.688	1,526,000	-	-	1,526,000	-

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Participants 參與者	Date granted 授出日期	Period during which options are exercisable 購股權行使期	Price per share on exercise of options HK\$ 行使購股權 時須付之 每股價格 港元	Number of options at the beginning of the period 期初之 購股權數目	Number of options exercised during the period 期內行使之 購股權數目	Number of options expired or forfeited during the period 於期內到期 或沒收之 購股權數目	Number of options outstanding at the period end 期終時 尚未行使之 購股權數目	Weighted average market price per share on exercise of option HK\$ 行使購 股權時之每股 加權平均市價 港元
Eligible employees working under employment contracts 根據僱傭合約工作之 合資格僱員	28/6/1998 (Note 1) (附註1)	1/8/1998 – 31/7/2003	1.104	657,750	528,000	129,750	-	1.63
	4/7/2000 (Note 1) (附註1)	7/9/2000 – 31/8/2005	1.193	7,976,000	1,660,000	273,000	6,043,000	1.72
	1/4/2003 (Note 2) (附註2)	1/4/2004 – 31/3/2013	1.688	8,650,000	-	-	8,650,000	-

Notes:

- Options granted in the years of 1998 and 2000 were granted under the share option scheme adopted by the Company on 9th March, 1994 (the "Old Share Option Scheme"). The Old Share Option Scheme was terminated on 4th September, 2002 and no further options will be granted under this scheme. However, all outstanding options granted thereunder shall continue to be valid and exercisable in accordance with the terms of the Old Share Option Scheme.
- Options granted on 1st April, 2003 were granted under the share option scheme adopted by the Company on 4th September, 2002 (the "New Share Option Scheme"). The closing price of the shares of HK\$0.25 each of the Company quoted on The Stock Exchange of Hong Kong Limited on 31st March, 2003, being the business date immediately before the date on which share options were granted, was HK\$1.66. The options become exercisable after one year of the date of grant.

The share options granted are not recognised in the financial statements until they are exercised. The Directors consider that it is not appropriate to disclose the value of options granted during the period, since it would not be meaningful and, to a certain extent, would be misleading to shareholders if the value of the options is calculated based on a set of speculated assumptions.

附註：

- 於一九九八及二零零零年度授出之購股權乃根據本公司於一九九四年三月九日採納之購股權計劃（「舊購股權計劃」）授出。舊購股權計劃已於二零零二年九月四日終止，且將不會根據該購股權計劃授出其他購股權。然而，所有已授出之未行使購股權將仍然有效及可根據舊購股權計劃之條款行使。
- 於二零零三年四月一日授出之購股權乃根據本公司於二零零二年九月四日採納之購股權計劃（「新購股權計劃」）授出。本公司每股面值港幣0.25元之股份於二零零三年三月三十一日（即緊接購股權授出日期前之營業日）在香港聯合交易所有限公司所報之收市價為港幣1.66元。購股權可於授出日期起計一年後行使。

授出之購股權於獲行使前將不會在財務報表予以確認。董事認為不宜披露期內授出之購股權之價值，理由是倘購股權之價值乃根據推定假設計算，則該等價值並無意義，且在某程度上將對股東造成誤導。

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Apart from the above, at no time during the period was the Company or any of its subsidiaries a party to any arrangement to enable the Directors of the Company or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

SUBSTANTIAL SHAREHOLDERS' INTERESTS

As at 30th September, 2003, the register of substantial shareholders maintained under section 336 of the SFO shows that the Company had been notified of the following substantial shareholders' interests, being 5% or more of the Company's issued share capital. These interests are in addition to those disclosed above in respect of the directors and chief executives:

除上文所披露者外，在本期間之任何時間，本公司或其任何附屬公司概無參與任何安排，致使本公司董事或其任何配偶或未滿十八歲之子女可藉購入本公司或任何其他公司之股份或債券而獲益。

主要股東權益

於二零零三年九月三十日，根據證券及期貨條例第336條保存之主要股東登記冊所示，本公司已獲知會下列主要股東權益，佔本公司已發行股本之5%或以上。該等權益不包括上文所披露之董事及主要行政人員權益：

Number of ordinary shares (long position)

普通股數目(好倉)

Name of shareholder 股東姓名	Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Trusts and similar interests 信託及 類似權益	Total interests 權益總額	% of total issued shares 佔已發行 股份總額 之百分比
Ms. Irene CHAN (Notes 1 & 2) 陳羅慕連女士(附註1及2)	27,974,700	750,000	-	72,678,300	101,403,000	10.30
Mr. Kai-tun LO (Note 2) 羅開敦先生(附註2)	18,508,950	-	-	72,678,300	91,187,250	9.26
Mr. Peter Tak-shing LO (Note 2) 羅德承先生(附註2)	750,000	-	-	72,678,300	73,428,300	7.46
Arisaig Greater China Fund ("Arisaig") (Note 3) (附註3)	80,801,500	-	-	-	80,801,500	8.21
Arisaig Partners (Mauritius) Limited ("Arisaig Mauritius") (Note 4) (附註4)	-	-	80,801,500	-	80,801,500	8.21
Mr. Lindsay William Ernest COOPER ("Cooper") (Note 5) Lindsay William Ernest COOPER先生(「Cooper」) (附註5)	-	-	80,801,500	-	80,801,500	8.21
Commonwealth Bank of Australia (Note 6) 澳洲聯邦銀行(附註6)	-	-	49,655,000	-	49,655,000	5.04

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Notes:

1. Ms. Irene CHAN is interested in 750,000 shares held for her daughter Alexandra CHAN who is under the age of 18.
2. Each of Ms. Irene CHAN, Mr. Kai-tun LO and Mr. Peter Tak-shing LO are interested in 72,678,300 shares held by The Bank of East Asia (Nominees) Limited which holds such shares as a nominee for the K. S. Lo Foundation, a charitable trust. Each of them are trustees of the K. S. Lo Foundation and are therefore deemed to be interested in such shares.
3. These interests are held by Arisaig in the capacity of beneficial owner.
4. These interests are held by Arisaig Mauritius in the capacity of investment manager of Arisaig. These interests are duplicated by the interests described in Note 3 above.
5. These interests represented Cooper's interests through his indirect 33% interest in Arisaig Mauritius. These interests are duplicated by the interests disclosed in Notes 3 and 4 above.
6. These interests represented Commonwealth Bank of Australia's interests through its indirect 100% interest in First State Investment Management (UK) Limited (which holds 39,775,000 shares of the Company's ordinary shares) and First State Investments (Hong Kong) Limited (which holds 9,880,000 shares of the Company's ordinary shares).

Save as disclosed above, as at 30th September, 2003, the Directors are not aware of any other persons who have interests or short positions in the shares, underlying shares of equity derivatives or debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) which would be required to be disclosed to the Company pursuant to Part XV of the SFO.

**PURCHASE, SALE OR REDEMPTION OF THE
COMPANY'S LISTED SECURITIES**

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30th September, 2003.

附註：

1. 陳羅慕連女士擁有代其未滿十八歲女兒 Alexandra CHAN持有之750,000股股份之權益。
2. 陳羅慕連女士、羅開敦先生及羅德承先生均擁有由東亞銀行受託代管有限公司以代理人名義代慈善基金K. S. Lo Foundation持有之72,678,300股股份。彼等均為K. S. Lo Foundation之受託人，故被視為擁有該等股份之權益。
3. 該等權益乃由Arisaig以實益擁有人身份持有。
4. 該等權益乃由Arisaig Mauritius以Arisaig之投資經理身份持有。該等權益與上文附註3所述者為同一份權益。
5. 該等權益乃Cooper透過間接持有Arisaig Mauritius之33%權益而擁有之權益。該等權益與上文附註3及4所披露者為同一份權益。
6. 該等權益乃澳洲聯邦銀行透過間接持有First State Investment Management (UK) Limited (該公司持有本公司39,775,000股普通股)及首域投資(香港)有限公司(該公司持有本公司9,880,000股普通股)之全部權益而擁有之權益。

除上文所披露者外，於二零零三年九月三十日，董事並不知悉任何其他人士，於本公司或任何相聯法團(按證券及期貨條例第XV部之涵義)之股份、股本衍生工具之相關股份或債券中擁有根據證券及期貨條例第XV部須向本公司披露之權益或淡倉。

購回、出售或贖回本公司之上市證券

本公司或其任何附屬公司於截至二零零三年九月三十日止六個月內概無購回、出售或贖回本公司之任何上市證券。

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AUDIT COMMITTEE

In compliance with the Code of Best Practice, the Company established an Audit Committee with written terms of reference in November 1998. The Committee comprises two Independent Non-executive Directors and one Non-executive Director.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters, including the review of the interim financial report, which has not been audited.

COMPLIANCE WITH CODE OF BEST PRACTICE

None of the Directors is aware of information that would reasonably indicate that the Company is not, or was not for any part of the accounting period for the six months ended 30th September, 2003, in compliance with the Code of Best Practice set out by The Stock Exchange of Hong Kong Limited in Appendix 14 of the Main Board Listing Rules.

By Order of the Board

Winston Yau-lai LO

Executive Chairman

Hong Kong, 9th December, 2003

審核委員會

為遵守最佳應用守則，本公司於一九九八年十一月成立審核委員會，並以書面制定職權範圍，該委員會由兩名獨立非執行董事及一名非執行董事組成。

審核委員會已審閱本集團採納之會計準則及慣例，並磋商有關審核、內部監控及財務申報等事宜，包括審閱未經審核之中期財務報告。

遵守最佳應用守則

各董事並不知悉任何資料，足以合理地顯示本公司於現時或截至二零零三年九月三十日止六個月會計期間之任何時間，未有遵守香港聯合交易所有限公司主板上市規則附錄十四所載列之最佳應用守則。

承董事會命

羅友禮

執行主席

香港，二零零三年十二月九日